

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT No. 281.
FILED, APRIL 8th, 1965.

COPPER-MAN MINES LIMITED
Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1264 dated February 16, 1965.

1. Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	Acquisition of 25 claim group in Projected Township 2314, Mistassini Territory, Quebec.															
4. Share capitalization showing authorized and issued and outstanding capital.	The Company has an authorized capital of 5,000,000 shares of the par value of \$1.00 each of which there are issued and outstanding 4,204,168 shares.															
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	W. D. Latimer Co. Limited, 244 Bay Street, Toronto, Ontario, acting on behalf of Richfield Securities Limited, 244 Bay Street, Toronto, as to a 50% interest and Skipper Investments Limited as to the remaining 50% interest holds options on 700,000 shares of the capital stock of the Company as follows: <table><tr><th>Number of Shares</th><th>Price per Share</th><th>Date of Exercise</th></tr><tr><td>100,000</td><td>15¢</td><td>May 18, 1965</td></tr><tr><td>200,000</td><td>20¢</td><td>Aug. 18, 1965</td></tr><tr><td>200,000</td><td>25¢</td><td>Nov. 18, 1965</td></tr><tr><td>200,000</td><td>30¢</td><td>Feb. 18, 1966</td></tr></table>	Number of Shares	Price per Share	Date of Exercise	100,000	15¢	May 18, 1965	200,000	20¢	Aug. 18, 1965	200,000	25¢	Nov. 18, 1965	200,000	30¢	Feb. 18, 1966
Number of Shares	Price per Share	Date of Exercise														
100,000	15¢	May 18, 1965														
200,000	20¢	Aug. 18, 1965														
200,000	25¢	Nov. 18, 1965														
200,000	30¢	Feb. 18, 1966														
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company intends to carry out the recommendations of J. C. Shaw, P.Eng., on the 25 claim group in Projected Township 2314, Quebec, as to which see paragraph 11 hereof. A magnetometer & electromagnetic survey is presently underway on the Company's Batchawana area claims at an estimated cost of \$5,000. Further work thereon is dependent on the results.															
10. Brief statement of company's chief development work during past year.	New management have re-assessed the holdings of the Company and resulting therefrom have commenced a magnetometer and electromagnetic survey on the Company's Bachawana area claims as to which see Item 9. The Company is also negotiating the assignments of the lease it holds from Nu-Silco Mines Limited on mining leases at Haileybury, Ontario.															
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	By agreement dated April 5, 1965 the Company acquired from Michael K. Duggan, P. O. Box 95, St. Genevieve, Quebec, a 25 claim group in Projected Township 2314, Mistassini territory, Quebec, for \$12,500 cash and 300,000 shares of which 10% will be issued free and the balance held in escrow by the Eastern & Chartered Trust Company, 1901 Yonge Street, Toronto, subject to release on the written consents of the Board of Directors, Canadian Stock Exchange & Toronto Stock Exchange.															
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	No person other than Michael K. Duggan will receive a greater than 5% interest in the shares or other consideration to be received by him. However, Mr. Duggan has agreed to vote the 270,000 escrowed shares at any and all meetings of shareholders of the Company in favour of present management.															
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	121,500 shares of the capital stock of the Company are held in escrow with the Eastern & Chartered Trust Company, 1901 Yonge Street, Toronto, Ontario, subject to release, transfer, alienation or hypothecation on the written consent of the Toronto and Canadian Stock Exchange and the Board of Directors of the Company. Upon completion of acquisition of the 25 mining claims in Projected Township 2314, Mistassini Territory, Quebec, an additional 270,000 shares of the capital stock of the Company will be deposited in escrow with the Eastern & Chartered Trust Company, subject to release only upon the written consents of the Board of Directors and the Canadian and Toronto Stock Exchanges.															
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Janlee Explorations Limited, 67 Richmond Street West, Toronto, Ontario - 121,500 escrowed shares. Michael K. Duggan, P. O. Box 95, St. Genevieve, Quebec - 270,000 escrowed shares.* * Subject to the acquisition by the Company of the 25 claim group in Projected Township 2314 as referred to in Item 11 hereof.															
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	Shares of the Company are in the course of primary distribution in the Province of Ontario.															
Statement of any other material facts and if none, so state.	There are no other material facts.															

DATED April 2, 1965.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"E. F. Furniss"

COPPER-MAN MINES LIMITED CORPORATE SEAL

"E. G. Reade"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

W.D. LATIMER CO. LIMITED

FINANCIAL STATEMENT

COPPER-MAN MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE PERIOD FROM JANUARY 1ST, 1965 TO MARCH 31ST, 1965

Source of Funds

Sale of treasury shares	\$45,000.00	
Proceeds from sale of investments	<u>22,478.33</u>	\$67,478.33

Application of Funds

Development

Deposit - geophysical survey	\$2,500.00	
Rental payment on leased property	1,000.00	
Licenses and taxes	<u>356.29</u>	\$ 3,856.29

Administration

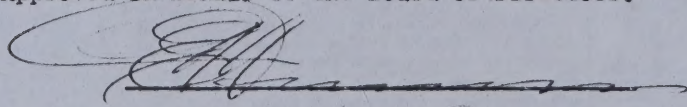

Directors' fees	\$ 300.00		
Legal fees	250.00		
Accounting and secretarial fees	500.00		
Transfer agent's fees and expenses	755.94		
Stock Exchange fees and expenses	435.75		
Licenses and taxes	50.00		
General expenses	22.09		
Shareholders' information	<u>1,444.93</u>	<u>3,758.71</u>	<u>7,615.00</u>

Increase in Working Capital

\$59,863.33

	December 31st, 1964	March 31st, 1965	Increase (Decrease) in Working Capital
Current assets	\$ 20.92	\$56,986.35	\$56,965.43
Current liabilities	<u>5,543.01</u>	<u>2,645.11</u>	<u>2,897.90</u>
<u>Working Capital</u>	<u>(\$5,522.09)</u>	<u>\$54,341.24</u>	<u>\$59,863.33</u>

Approved on behalf of the Board of Directors:

ENGINEER'S REPORT

Note:-The following are excerpts from a report by J. C. Shaw, B. Sc., P. Eng., dated April 2nd, 1965, on mining claims located in Township 2314, Mistassini Territory, New Quebec. A complete copy of this report is on file with the Toronto Stock Exchange.

INTRODUCTION

The twenty-five (25) claim group reported on herewith is located within a belt of greenstone rocks that occur along the Eastmain River to the east of James Bay in New Quebec. Prospectors, during the last few years, have discovered various showings containing interesting amounts of copper mineralization and at the present time detailed work is underway by James Bay Mining Corporation which owns the property adjoining to the southwest.

This Company's main showing is reported to be some two miles southwest of the property of Copper-Man.

A study of an available geological map indicates that the property is located along the contact of granite and greenstone and because of a scarcity of outcrop it is recommended that a magnetometer and electromagnetic survey be conducted in an attempt to locate targets for further exploration.

PROPERTY AND LOCATION

The property of Copper-Man Mines consists of twenty-five contiguous claims registered with the Quebec Department of Natural Resources. These claims are numbered as follows:-

<u>License Nos.</u>	<u>Claim Nos.</u>
223579	1 - 5 Incl.
223580	1 - 5 Incl.
223581	1 - 5 Incl.
223582	1 - 5 Incl.
223583	1 - 5 Incl.

The above claims are located in the north central part of Township 2314 which is some 260 miles due north of Senneterre and some 80 miles east of James Bay along the Eastmain River.

Access to the property is by aircraft which may be chartered from the Town of Matagami some 175 miles south. The Eastmain River is suitable for landing aircraft and is some two miles south of the property. The Wabamish River, a tributary, traverses the northwest section of the property and will supply water for drilling.

RECOMMENDATIONS

It is recommended that a geophysical survey be conducted on the property. This survey to consist of magnetic and electromagnetic types on a grid of north-south lines spaced at 400 foot centers with readings taken at 100 foot intervals. A total of some 20 miles of line will be required to cover the 25 claims.

COST OF PROGRAM RECOMMENDED

The cost of the program recommended has been estimated as follows:-

1) Transportation	\$2,000.00
2) Line Cutting	\$1,000.00
3) Geophysical Surveys	\$2,000.00
4) Supervision	\$ 700.00

Total Cost \$5,700.00

CONCLUSIONS

The property of Copper-Man Mines Ltd. lies in a greenstone belt of rocks in which copper bearing mineral has been reported. The program as recommended will indicate areas where detailed exploration may be conducted in the search for economic deposits.

Respectfully submitted,

Montreal, P. Que.
April 2nd, 1965.

J. C. Shaw
J. C. Shaw, Eng.

CERTIFICATION

TO WHOM IT MAY CONCERN

I, J. C. Shaw, in the City of Montreal, in the Province of Quebec, do hereby certify as follows:-

- 1) That I am a Mining Engineer, residing in the Town of Preville, in the Province of Quebec.
- 2) That I am a graduate of Queen's University, Kingston, Ontario, with a Bachelor of Science degree in Mining Engineering of the Class of 1948.
- 3) That I have been practising my profession continually since that time. I have acted as Consulting Engineer to various companies who are interested in mining exploration and development since the year 1954.
- 4) That I have no direct or indirect interest whatsoever in the properties referred to in the accompanying report, nor in the securities of Copper-Man Mines Ltd, nor do I expect to receive any interest either directly or indirectly.
- 5) The accompanying report is based upon published and private reports of the area and that I have not personally visited the property.

Montreal, P. Que.
April 2nd, 1965

J. C. Shaw
J. C. Shaw, Eng.
Mining Engineer.